

RECORDATION NO. 28010 - RRRR  
FILED R

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SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)  
ELSWORTH C. ALVORD (1964)

August 8, 2011

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 "E" Street, S W  
Washington, D C 20423

Dear Section Chief.

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Termination and Release of Security Interest, dated as of August 5, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents

The enclosed document relates to the Security Agreement, Memoranda of which were previously filed with the Board under Recordation Numbers 28010 and 28010-A.

The name and address of the party to the enclosed document are:

Secured Party: Bank of America, N.A., as Collateral Agent  
901 Main Street, 14<sup>th</sup> Floor  
Dallas, Texas 75202

[Grantors: The CIT Group/Equipment Financing, Inc  
The CIT Group/Corporate Aviation, Inc.  
c/o CIT Group Inc.  
1 CIT Drive  
Livingston, New Jersey 07039]

Chief, Section of Administration  
August 8, 2011  
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A description of the railroad equipment covered by the enclosed document is:

233 hopper cars within the series NCUX 10006 – NCUX 10480 and ALMX 2216 – ALMX 2238 as more particular set forth in the attachment to the document.

A short summary of the document to appear in the index is:

Partial Termination and Release of Security Interest.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

  
✓ Robert W. Alvord

RWA/sem  
Enclosures

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PARTIAL TERMINATION AND RELEASE OF SECURITY INTERESTSURFACE TRANSPORTATION BOARD

The undersigned, BANK OF AMERICA, N.A., as Administrative Agent and the Collateral Agent (as defined in the Security Agreement described below) for the Secured Parties (in such capacity, the "Collateral Agent"), does hereby terminate, release and discharge the security interest held by it on that certain railroad equipment identified on Exhibit A attached hereto (the "Released Equipment"), without recourse, representation or warranty.

Such security interest was granted pursuant to that certain Second Amended and Restated Collateral Agreement, dated as of October 28, 2009 (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), pursuant to which, among other things, The CIT Group/Equipment Financing, Inc., The CIT Group/Corporate Aviation, Inc. and C.I.T. Leasing Corporation (collectively, the "Grantors"), granted to the Collateral Agent (including any successor collateral agent), for the benefit of the Secured Parties, a lien on, and security interest in, all of its right, title and interest in, to and under, *inter alia*, certain of each such Grantor's railcars and other rolling stock, whether now owned or hereafter acquired, Memoranda of which were recorded with the Surface Transportation Board under Recordation Nos. 28010 and 28010-A. Notice of the succession of Bank of America, N.A. as Collateral Agent under the Security Agreement was recorded with the Surface Transportation Board under Recordation No. 28010-E.

This instrument shall be governed by, and construed in accordance with, the law of the State of New York.

This instrument is executed upon the express conditions that (a) nothing herein contained shall be construed to release from the lien of the aforesaid Security Agreement or to impair said lien upon any property subject thereto, except the Released Equipment and (b) the foregoing release shall not apply to the proceeds of the disposition of the Released Equipment. Except as provided above, the Collateral Documents as defined in the Credit Agreement remain in full force and effect. Nothing contained in this instrument will be construed as a release, waiver or amendment of any provision of any Collateral Document as defined in the Credit Agreement other than as expressly provided above.

*[Signature pages follow]*

BANK OF AMERICA, N.A.,  
as Collateral Agent

By: Matthew S. Hichborn

Name: Matthew S. Hichborn  
Title: Assistant Vice President

STATE OF )  
              )  
COUNTY OF ) ss.

On this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, before me, the undersigned Notary Public, personally appeared \_\_\_\_\_, personally known to me to be the person who executed the within instrument as the \_\_\_\_\_ of BANK OF AMERICA, N.A. and acknowledged to me that the corporation executed it.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires:

## ACKNOWLEDGMENT

State of California

County of San Francisco

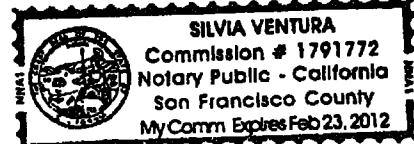
On August 5th, 2011 before me, Silvia Ventura, Notary Public  
(Insert name and title of the officer)

personally appeared Matthew S. Hinken,  
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are  
subscribed to the within instrument and acknowledged to me that he/she/they executed the same in  
his/her/their authorized capacity(fies), and that by his/her/their signature(s) on the instrument the  
person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing  
paragraph is true and correct.

WITNESS my hand and official seal.

Signature Silvia



(Seal)

**Exhibit A**

Two hundred thirty-three (233) Coal hopper cars, bearing the following marks and numbers:

	<b>Mark</b>	<b>Number</b>	<b>EIN</b>		<b>Mark</b>	<b>Number</b>	<b>EIN</b>	
1	NCUX	10009	68904		38	ALMX	2232	69170
2	NCUX	10092	68911		39	ALMX	2236	69171
3	NCUX	10093	68912		40	ALMX	2237	69172
4	NCUX	10199	68922		41	ALMX	2238	69173
5	NCUX	10246	68928		42	NCUX	10006	69174
6	NCUX	10252	68929		43	NCUX	10007	69175
7	NCUX	10356	68937		44	NCUX	10008	69176
8	NCUX	10387	68941		45	NCUX	10010	69177
9	NCUX	10432	68950		46	NCUX	10013	69178
10	NCUX	10466	68953		47	NCUX	10018	69179
11	NCUX	10468	68954		48	NCUX	10028	69180
12	NCUX	10003	68971		49	NCUX	10030	69181
13	NCUX	10040	68979		50	NCUX	10036	69182
14	NCUX	10063	68984		51	NCUX	10043	69183
15	NCUX	10099	68992		52	NCUX	10044	69184
16	NCUX	10128	68998		53	NCUX	10045	69185
17	NCUX	10131	69000		54	NCUX	10047	69186
18	NCUX	10141	69005		55	NCUX	10048	69187
19	NCUX	10175	69010		56	NCUX	10051	69188
20	NCUX	10179	69012		57	NCUX	10052	69189
21	NCUX	10284	69030		58	NCUX	10053	69190
22	NCUX	10325	69041		59	NCUX	10061	69191
23	NCUX	10330	69043		60	NCUX	10070	69193
24	NCUX	10333	69045		61	NCUX	10073	69194
25	NCUX	10368	69051		62	NCUX	10077	69195
26	NCUX	10405	69057		63	NCUX	10079	69196
27	NCUX	10430	69060		64	NCUX	10088	69197
28	NCUX	10476	69069		65	NCUX	10095	69198
29	ALMX	2216	69161		66	NCUX	10100	69199
30	ALMX	2218	69162		67	NCUX	10108	69200
31	ALMX	2220	69163		68	NCUX	10111	69201
32	ALMX	2221	69164		69	NCUX	10122	69202
33	ALMX	2223	69165		70	NCUX	10123	69203
34	ALMX	2224	69166		71	NCUX	10124	69204
35	ALMX	2227	69167		72	NCUX	10127	69205
36	ALMX	2229	69168		73	NCUX	10132	69206
37	ALMX	2230	69169		74	NCUX	10140	69207

	<b>Mark</b>	<b>Number</b>	<b>EIN</b>		<b>Mark</b>	<b>Number</b>	<b>EIN</b>	
75	NCUX	10143	69208		116	NCUX	10347	69250
76	NCUX	10144	69209		117	NCUX	10348	69251
77	NCUX	10145	69210		118	NCUX	10349	69252
78	NCUX	10147	69211		119	NCUX	10350	69253
79	NCUX	10162	69212		120	NCUX	10354	69255
80	NCUX	10167	69213		121	NCUX	10362	69256
81	NCUX	10168	69214		122	NCUX	10364	69257
82	NCUX	10169	69215		123	NCUX	10366	69258
83	NCUX	10176	69216		124	NCUX	10367	69259
84	NCUX	10187	69217		125	NCUX	10370	69260
85	NCUX	10188	69218		126	NCUX	10371	69261
86	NCUX	10190	69219		127	NCUX	10374	69262
87	NCUX	10193	69220		128	NCUX	10375	69263
88	NCUX	10195	69221		129	NCUX	10377	69264
89	NCUX	10198	69222		130	NCUX	10379	69265
90	NCUX	10203	69224		131	NCUX	10381	69266
91	NCUX	10205	69225		132	NCUX	10394	69268
92	NCUX	10210	69226		133	NCUX	10396	69269
93	NCUX	10211	69227		134	NCUX	10397	69270
94	NCUX	10213	69228		135	NCUX	10398	69271
95	NCUX	10214	69229		136	NCUX	10408	69272
96	NCUX	10220	69230		137	NCUX	10409	69273
97	NCUX	10225	69231		138	NCUX	10410	69274
98	NCUX	10233	69232		139	NCUX	10412	69275
99	NCUX	10238	69233		140	NCUX	10415	69276
100	NCUX	10244	69234		141	NCUX	10418	69277
101	NCUX	10253	69235		142	NCUX	10421	69278
102	NCUX	10254	69236		143	NCUX	10425	69279
103	NCUX	10255	69237		144	NCUX	10426	69280
104	NCUX	10257	69238		145	NCUX	10429	69281
105	NCUX	10266	69239		146	NCUX	10431	69282
106	NCUX	10271	69240		147	NCUX	10433	69283
107	NCUX	10274	69241		148	NCUX	10434	69284
108	NCUX	10278	69242		149	NCUX	10436	69285
109	NCUX	10297	69243		150	NCUX	10438	69286
110	NCUX	10304	69244		151	NCUX	10441	69287
111	NCUX	10319	69245		152	NCUX	10442	69288
112	NCUX	10320	69246		153	NCUX	10444	69289
113	NCUX	10327	69247		154	NCUX	10446	69290
114	NCUX	10334	69248		155	NCUX	10449	69291
115	NCUX	10337	69249		156	NCUX	10455	69292

	<b>Mark</b>	<b>Number</b>	<b>EIN</b>		<b>Mark</b>	<b>Number</b>	<b>EIN</b>	
157	NCUX	10456	69293		198	NCUX	10226	69364
158	NCUX	10458	69294		199	NCUX	10234	69365
159	NCUX	10460	69295		200	NCUX	10249	69367
160	NCUX	10463	69296		201	NCUX	10256	69369
161	NCUX	10470	69297		202	NCUX	10276	69370
162	NCUX	10471	69298		203	NCUX	10282	69371
163	NCUX	10473	69299		204	NCUX	10288	69372
164	NCUX	10474	69300		205	NCUX	10290	69373
165	NCUX	10478	69301		206	NCUX	10296	69374
166	NCUX	10014	69331		207	NCUX	10299	69375
167	NCUX	10017	69332		208	NCUX	10315	69376
168	NCUX	10020	69333		209	NCUX	10324	69377
169	NCUX	10023	69334		210	NCUX	10338	69378
170	NCUX	10025	69335		211	NCUX	10351	69379
171	NCUX	10027	69336		212	NCUX	10355	69380
172	NCUX	10029	69337		213	NCUX	10369	69381
173	NCUX	10031	69338		214	NCUX	10383	69382
174	NCUX	10042	69339		215	NCUX	10385	69383
175	NCUX	10046	69340		216	NCUX	10386	69384
176	NCUX	10054	69341		217	NCUX	10390	69385
177	NCUX	10058	69342		218	NCUX	10391	69386
178	NCUX	10060	69343		219	NCUX	10404	69387
179	NCUX	10064	69344		220	NCUX	10413	69388
180	NCUX	10065	69345		221	NCUX	10414	69389
181	NCUX	10067	69346		222	NCUX	10416	69390
182	NCUX	10071	69347		223	NCUX	10419	69391
183	NCUX	10085	69348		224	NCUX	10423	69392
184	NCUX	10086	69349		225	NCUX	10435	69394
185	NCUX	10103	69350		226	NCUX	10437	69395
186	NCUX	10105	69351		227	NCUX	10439	69396
187	NCUX	10112	69352		228	NCUX	10440	69397
188	NCUX	10118	69353		229	NCUX	10448	69398
189	NCUX	10119	69354		230	NCUX	10465	69399
190	NCUX	10126	69355		231	NCUX	10472	69401
191	NCUX	10139	69356		232	NCUX	10475	69402
192	NCUX	10149	69357		233	NCUX	10480	69403
193	NCUX	10150	69358					
194	NCUX	10171	69360					
195	NCUX	10173	69361					
196	NCUX	10174	69362					
197	NCUX	10192	69363					

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 8/8/11



Robert W. Alvord